

# Exhibit D

**IN THE UNITED STATES DISTRICT COURT  
FOR THE SOUTHERN DISTRICT OF TEXAS  
MCALLEN DIVISION**

TEXAS BANKERS ASSOCIATION; RIO	)	
BANK, MCALLEN, TEXAS;	)	
AMERICAN BANKERS ASSOCIATION,	)	
	)	
Plaintiffs,	)	
	)	
v.	)	
	)	Case No. 7:23-cv-00144
CONSUMER FINANCIAL	)	
PROTECTION BUREAU and ROHIT	)	
CHOPRA, in his official capacity as	)	
Director of the Consumer Financial	)	
Protection Bureau,	)	
	)	
Defendants.	)	

**DECLARATION OF PAUL KOHLS**

I, Paul Kohls, hereby declare as follows:

1. The statements below are based on my personal knowledge.
2. I am the Chief Administrative Officer & General Counsel at Compeer Financial, ACA (“Compeer”). I have been at Compeer for approximately 13 years. In my role, I am a member of Compeer’s executive leadership team and have functional responsibility for Compeer’s legal and compliance team as well as its lending operations teams. In performing my job responsibilities on behalf of Compeer, I have begun to familiarize myself with the data collection, reporting, and other requirements that will be imposed on Compeer in complying with the Final Rule issued by the Consumer Financial Protection Bureau (“CFPB”) set forth in the *Small Business*

*Lending Under the Equal Credit Opportunity Act (Regulation B)*, 88 Fed. Reg. 35,150 (May 31, 2023) (the “Final Rule”).

3. Compeer is a member of the Farm Credit Council (the “Council”), with headquarters in Sun Prairie, Wisconsin. More specifically, Compeer is a Farm Credit association that provides loans and certain other financial services to support farmers, ranchers, and agribusinesses.

4. In 2022, Compeer originated more than 4,500 “covered credit transactions” for “small businesses” (as such terms are defined in the Final Rule). In 2023, Compeer expects to originate a similar number of covered credit transactions for small businesses. Accordingly, Compeer likely will be a Tier 1 institution under the Final Rule and, absent a stay, Compeer’s deadline for beginning data collection would be October 1, 2024.

5. Compeer has already started its efforts to comply with the Final Rule. These efforts include reviewing the text of the Final Rule and CFPB commentary as well as beginning the process of identifying an internal team to determine how Compeer will operationalize the data collection and reporting required by the Final Rule. Compeer has also begun conversations with technology providers, including its loan origination vendor, to evaluate what tools may become available to assist with the data collection and reporting.

6. During the balance of 2023, Compeer will continue to incur substantial costs and burdens to comply with the Final Rule. These include assembling a cross-functional group from our sales, credit, finance, compliance, technology, data, business process, and operations teams to determine the processes and procedures Compeer will implement to comply with the Final Rule and to evaluate various technology tools that may be utilized. We anticipate these efforts will

likely consume 500 or more hours of team member time and as much as \$100,000 for outside counsel, consultant, and technology expenses.

7. In order to comply with the Final Rule by our compliance date of October 1, 2024, we expect to incur in calendar year 2024 up to an additional 1,500 hours of team member time and as much as another \$400,000 in expenses. The time and expenses associated with preparing for our compliance date include, but are not likely limited to, Compeer's efforts to make significant changes to its policies and procedures; building or purchasing new technology to facilitate data collection and reporting; moving functional responsibilities and job duties currently done by some team members or job families to other team members to facilitate the further segregation of information collected pursuant to the Final Rule; and providing significant training of hundreds of team members to help them understand and be prepared to aid in compliance with the Final Rule.

I declare under penalty of perjury that the foregoing is true and correct.

Dated: 9/7/2023

DocuSigned by:

Paul Kohls

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Paul Kohls

Chief Administrative Officer & General Counsel  
Compeer Financial, ACA

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Chief Lending Operations Officer and General Counsel

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b. Obtain Through DocuSign. By creating a DocuSign account, you may also obtain Records and other documents we send to you through the DocuSign electronic signature system for a limited period of time during the signing session and after the signing session (usually 30 days). If you have access to a printer, you may print copies of these Records and documents directly from your computer. After such time you may request delivery of such paper copies from us by following the procedure described in the paragraph above.

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